

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Alexandria Division**

In Re:

**TCR III, INC. (f/k/a America House One, Inc.), Case No. 15-14162-BFK
EIN: 54-1910021**

**TCR IV, INC. (f/k/a America House Two, Inc.), Case No. 15-14163-BFK
EIN: 54-1892641**

**TCR V, INC. (f/k/a America House Three, Inc.), Case No. 15-14165-BFK
EIN: 54-1914323**

**TCR VI, INC., and Case No. 15-14168-BFK
EIN: 76-0801398**

**AMERICA HOUSE ASSISTED LIVING OF Case No. 15-14169-BFK
FRONT ROYAL, L.L.C.,
EIN: 54-2023050**

Debtors.

Chapter 11

**DEBTOR'S MOTION FOR
JOINT ADMINISTRATION**

COME NOW TCR III, Inc. (f/k/a America House One, Inc.); TCR IV, Inc. (f/k/a America House Two, Inc.); TCR V, Inc. (f/k/a America House Three, Inc.); TCR VI, Inc.; and America House Assisted Living of Front Royal, L.L.C. (collectively the "**Debtors**"), by counsel, and file this motion pursuant to Federal Rule of Bankruptcy Procedure 1015 and Local Bankruptcy Rule 1015-1 for entry of an order directing joint administration of Debtors' cases, and in support thereof state as follows:

Jurisdiction

1. On November 24, 2015 (the "**Petition Date**"), the Debtors filed voluntary petitions seeking relief pursuant to Chapter 11 of the United States Bankruptcy Code. The

Roy M. Terry, Jr., VSB No. 17764
William A. Gray, VSB No. 46911
John C. Smith, VSB No. 44556
SANDS ANDERSON PC
P.O. Box 1998
Richmond, Virginia 23218-1998
Telephone: 804.648.1636
Proposed Counsel for the Debtors

Debtors continue to manage and operate their respective business as a debtor-in-possession in accordance with 11 U.S.C. §§ 1107 and 1108. No creditor's committee, trustee, or examiner has been appointed herein.

2. The Court has jurisdiction over this motion pursuant to 28 U.S.C. § 157(b)(2).
3. Venue in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

Summary

4. Debtor TCR III, Inc. ("**TCR III**"), is a Virginia corporation licensed by the Virginia Department of Social Services to operate an assisted living facility for up to 27 residents at 10140 Hastings Drive, Manassas, Virginia 20110 (the "**Manassas Facility**"). TCR III owns the Manassas Facility.

5. Debtor TCR IV, Inc. ("**TCR IV**") is a Virginia corporation licensed by the Virginia Department of Social Services to operate an assisted living facility for up to 31 residents at 680 University Lane, Orange, Virginia 22960 (the "**Orange Facility**"). TCR IV owns the Orange Facility.

6. Debtor TCR V, Inc. ("**TCR V**") is a Virginia corporation licensed by the Virginia Department of Social Services to operate an assisted living facility for up to 46 residents at 110 Spanish Oak Road, Stephens City, Virginia 22665 (the "**Stephens City Facility**"). TCR V owns the Stephens Facility.

7. Debtor American House Assisted Living of Front Royal, L.L.C. ("**America House Front Royal**") is a Virginia limited liability company licensed by the Virginia Department of Social Services to operate an assisted living facility for up to 27 residents at 106 Westminster Drive, Front Royal, Virginia 22630 (the "**Front Royal Facility**") (together with the

Manassas Facility, the Orange Facility and the Stephens City Facility, the "**Facilities**"). America House Front Royal owns the Front Royal Facility.

8. Debtor TCR VI, Inc. ("**TCR VI**") is a Virginia corporation with a mailing address of 400A Kendrick Lane, Front Royal, Virginia 22630. TCR VI is wholly owned by TCR III. TCR VI was formed to manage one or more Facilities, but never took over management of any of the Facilities.

9. Debtors are affiliates because they are all directly or indirectly by TCR I, Inc., which in turn is solely owned by Charles V. Rice.¹

10. Debtors believe it would be most efficient for their respective cases if the Court ordered joint administration, as they anticipate that many of the hearings and matters will involve all of the Debtors. Joint administration is expected to reduce costs, facilitate administrative efficiencies, and avoid certain procedural problems otherwise attendant to separate but related chapter 11 cases. Moreover, no party or substantive rights will be prejudiced by joint administration.

Relief Requested

11. By the Motion, Debtor seeks entry of an order authorizing the joint administration of their cases.

12. Upon information and belief, the Office of the US Trustee supports this relief.

Basis for Relief

13. Federal Rule of Bankruptcy Procedure 1015 provides in the relevant part:

¹ Ownership is as follows:

- TCR III, Inc., TCR IV, Inc., and TCR V, Inc. are solely owned by TCR I, Inc.;
- TCR VI, Inc., is solely owned by TCR III, Inc., which in turn is solely owned by TCR I, Inc.; and
- America House Assisted Living of Front Royal, L.L.C. is solely owned by America House Assisted Living, LLC, which in turn is solely owned by TCR I, Inc.

(b) **Cases Involving Two or More Related Debtors.** If . . . two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates. Prior to entering an order the court shall give consideration to protecting creditors of different estates against potential conflicts of interest. . . .

FED. R. BANKR. P. 1015(b).

14. Local Bankruptcy Rule 1015-1 provides in its entirety:

In all joint petitions filed with the Court, the case will be administered through joint administration of the estates unless the trustee or other interested party files an objection to joint administration within 14 days after the meeting of creditors and gives notice of a hearing date on such objection.

L.B.R. 1015-1.

WHEREFORE, Debtor respectfully requests that the Court enter an Order, substantially in the form attached hereto as Exhibit A, granting the relief requested in the Motion, and for such other and further relief as the Court deems just and proper.

Date: December 29, 2015

TCR III, INC., TCR IV, INC.,
TCR V, INC., TCR VI, INC., and
AMERICA HOUSE ASSISTED LIVING OF
FRONT ROYAL, L.L.C.,
by Proposed Counsel

/s/ Roy M. Terry, Jr.

Roy M. Terry, Jr., VSB No. 17764
William A. Gray, VSB No. 46911
John C. Smith, VSB No. 44556
SANDS ANDERSON PC
P.O. Box 1998
Richmond, Virginia 23218-1998
Telephone: 804.648.1636
Proposed Counsel for the Debtors

W3229227

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Alexandria Division**

In Re:

TCR III, INC. (f/k/a America House One, Inc.), EIN: 54-1910021	Case No. 15-14162-BFK
TCR IV, INC. (f/k/a America House Two, Inc.), EIN: 54-1892641	Case No. 15-14163-BFK
TCR V, INC. (f/k/a America House Three, Inc.), EIN: 54-1914323	Case No. 15-14165-BFK
TCR VI, INC., and EIN: 76-0801398	Case No. 15-14168-BFK
AMERICA HOUSE ASSISTED LIVING OF FRONT ROYAL, L.L.C., EIN: 54-2023050	Case No. 15-14169-BFK
Debtors.	Chapter 11

ORDER TO JOINTLY ADMINISTER CASES

This matter comes before the Court upon the Debtor's motion for joint administration of the cases, and due notice having been provided under the circumstances, and sufficient cause appearing therefore,

IT IS ORDERED that *Debtor's Motion for Joint Administrations* GRANTED;

IT IS ORDERED that the above captioned cases are consolidated for procedural purposes only and shall be jointly administered by the Court under *In re TCR III, Inc.*, No. 15-14162-BFK (Bankr. E.D. Va.);

IT IS ORDERED that a notation substantially similar to the following notation shall be entered on the docket of each of the Debtor's cases other than TCR III, Inc. to reflect the joint administration of these cases:

Roy M. Terry, Jr., VSB No. 17764
William A. Gray, VSB No. 46911
John C. Smith, VSB No. 44556
SANDS ANDERSON PC
P.O. Box 1998
Richmond, Virginia 23218-1998
Telephone: 804.648.1636
Proposed Counsel for the Debtors

An Order has been entered in this case in accordance with Federal Rule of Bankruptcy Procedure 1015(b) and Local Bankruptcy Rule 1015-1 directing the procedural consolidation and joint administration of the chapter 11 cases of : TCR IV, Inc.; TCR V, Inc.; TCR VI, Inc.; and America House Assisted Living Facility of Front Royal, L.L.C. The docket of *In re TCR III, Inc.*, No. 15-14162-BFK (Bankr. E.D. Va.) should be consulted for all matters affecting this case.

IT IS ORDERED that the caption of the jointly administered chapter 11 cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Alexandria Division**

In Re

TCR III, INC., et al.,

Debtors.

**Case No. 15-14162-BFK
Chapter 11
(Jointly Administered)**

IT IS ORDERED that all documents (except monthly operating reports) shall be captioned as indicated in the preceeding paragraph, and filed and docketed in the case of *In Re TCR III, Inc.*, No. 15-14162-BFK (Bankr. E.D. Va.);

IT IS ORDERED that all monthly operating reports required by Guidelines promulgated by the U.S. Trustee shall continue to be filed in the respective debtor's bankruptcy case;

IT IS ORDERED that the debtors are authorized to utilize a combined service list for the jointly administered cases, and combined notices may be sent to creditors of the Debtors' estates and other parties in interest, as applicable;

IT IS ORDERED that the requirements of Bankruptcy Code § 342(c)(1) and Federal Rule of Bankruptcy Procedure 1005 and 2002(n) (*i.e.*, that notices to be sent by the Debtors contain the name, address and taxpayer identification number of each Debtor) are hereby waived;

IT IS ORDERED that notices do not need to be sent to any creditors (if any) holding pre-petition non-priority unsecured debt that the Court authorizes to be paid and which the debtors have in fact paid;

IT IS ORDERED that nothing in this Order shall be deemed or construed as directing or otherwise effecting the substantive consolidation of any of the above-captioned chapter 11 cases;

IT IS ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and

IT IS ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

DATE:

UNITED STATES BANKRUPTCY JUDGE

ENTERED ON DOCKET:

I ask for this:

/s/ Roy M. Terry, Jr.
Roy M. Terry, Jr., VSB No. 17764
William A. Gray, VSB No. 46911
John C. Smith, VSB No. 44556
SANDS ANDERSON PC
P.O. Box 1998
Richmond, Virginia 23218-1998
Telephone: 804.648.1636
Proposed Counsel for the Debtors

LOCAL RULE 9022-1(C) CERTIFICATION

I hereby certify that the foregoing proposed order has been endorsed by all necessary parties.

/s/ Roy M. Terry, Jr.

Copies to:

Charles V. Rice
400A Kendrick Lane
Front Royal, VA 22630
Proposed Debtor Designee

Roy M. Terry, Jr., Esquire
SANDS ANDERSON PC
P.O. Box 1998
Richmond, VA 23218-1998
Proposed Counsel for Debtors

TC 10 Grantor Trust
TS Cambridge Grantor Trust
c/o Valstone Asset Management
260 E. Brown Street, # 250
Birmingham, MI 48009
Secured Parties

Bruce M. Blanchard, Esquire
Donald King, Esquire
Alexander M. Laughlin, Esquire
Odin, Feldman & Pittleman, P.C.
1775 Wiehle Avenue, Suite 400
Reston, VA 20190
Counsel for Secured Parties